

SHELBY COUNTY TENNESSEE

1 MARCH 2009

Mr. Michael Neary
Sr. VP Administration
Pictometry International Corp.
100 Town Centre Drive, Suite A
Rochester, NY 14623

Dear Mr. Neary,

Shelby County Tennessee requests to renew and extend the terms and conditions of our License Agreement with Pictometry International Corp., dated JANUARY 2007, for an additional two (2) year period, at an annual cost of \$194,691.50 (*annual cost*). Total cost of this two (2) year renewal is \$388,934.00 (which is the annual cost x 2 and includes any setup fees, media delivery fees, etc., as described in Schedule A attached).

Payment terms of this renewal are as follows:

NO DEPOSIT

100% of annual fee upon delivery of new image library

100% of annual fee upon one year anniversary of library delivery

This renewal (check appropriate condition):

XX includes a new Schedule A and Sector Map, which are attached and initialed.

All other terms and conditions remain the same.

Sincerely,

(Customer Company)

By: _____ (Authorized Customer Signature) _____ (Date)

_____ (Customer Printed Name)

_____ (Customer Title)

_____ (Customer Address)

_____ (Customer Phone)

_____ (Customer Email)

PICTOMETRY

By: _____ Date: _____

Michael Neary

Senior Vice President, Administration